

WOLLMUTH MAHER & DEUTSCH LLP
Frederick R. Kessler (FK-8168)
One Gateway Center, 9th Floor
Newark, New Jersey 07102
Telephone: (973) 733-9200
fkessler@wmd-law.com

QUINN EMANUEL URQUHART
& SULLIVAN, LLP
Daniel L. Brockett (*pro hac vice*
application forthcoming)
Jeremy D. Andersen (*pro hac vice*
application forthcoming)
Thomas J. Lepri (*pro hac vice*
application forthcoming)
51 Madison Avenue, 22nd Floor
New York, New York 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100
danbrockett@quinnemanuel.com
jeremyandersen@quinnemanuel.com
thomaslepri@quinnemanuel.com

Attorneys for Applicant

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

In re Application of CALIFORNIA STATE
TEACHERS' RETIREMENT SYSTEM for
an Order Pursuant to 28 U.S.C. § 1782
Granting Leave to Obtain Discovery for Use in
a Foreign Proceeding.

Civil Action No.

**DECLARATION OF NADINE E. HERRMANN IN SUPPORT OF *EX PARTE*
APPLICATION FOR AN ORDER PURSUANT TO 28 U.S.C. § 1782 GRANTING
LEAVE TO OBTAIN DISCOVERY FOR USE IN A FOREIGN PROCEEDING**

1. I am a German-qualified attorney (*Rechtsanwältin*), admitted to practice in Germany since 2003. I am also qualified as a solicitor in England and Wales, admitted by the Solicitors Regulation Authority since 18 April 2006, member number 438829. I am a partner of the law firm Quinn Emanuel Urquhart & Sullivan, LLP. I submit this Declaration based upon my own personal knowledge, in support of the application filed by the California State Teachers' Retirement System ("Applicant") for an order pursuant to 28 U.S.C. § 1782 granting leave to obtain discovery for use in a foreign proceeding.

2. Applicant seeks to serve a subpoena for the production of documents on Volkswagen Group of America, Inc. ("VWoA") for use in a German proceeding against Volkswagen AG (the "German Action"). The German Action was initiated on June 20, 2016, when Applicant filed a complaint against Volkswagen AG, a German corporation, in the Braunschweig Regional Court, Germany, under docket number 5 O 1212/16. Applicant is represented by Quinn Emanuel Urquhart & Sullivan, LLP in the German Action.

3. The German Action concerns Volkswagen AG's failure to disclose the use of illegal "defeat device" software in millions of diesel vehicles it manufactured and sold in the U.S. and other car markets. Applicant asserts two claims against Volkswagen AG in Germany. First, Applicant alleges that Volkswagen AG breached its duties to investors under Section 37(b) of the *Wertpapierhandelsgesetz*, or the German Securities Trading Act of 1998, by failing to make timely public disclosures of Volkswagen's use of defeat devices. Second, Applicant alleges that Volkswagen AG willfully caused damage to shareholders through conduct contrary to public policy, in violation of Section 826 of the German Civil Code. To prevail on each claim, Applicant must prove, among other things, that Volkswagen AG was willfully installing

defeat device software designed to cheat emissions testing prior to the first public disclosures of Volkswagen AG's installation of that software in September 2015.

4. Attached hereto as Exhibit 1 is a true and correct copy of the Statement of Claim in the German proceeding, dated 20 June 2016, as served on Volkswagen AG.¹ Attached hereto as Exhibit 2 is a copy of an English convenience translation of the Statement of Claim in the German proceeding.

5. The sole defendant in the German Action is Volkswagen AG. VWoA is not and will not be a defendant in the German Action.

6. Attached hereto as Exhibit 3 is a true and correct copy of VWoA's Certificate of Incorporation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed in Hamburg on this July 13, 2016



Nadine Elisabeth Herrmann

¹ Because the complaint is confidential under German law, certain information in the complaint relating to other claimants in the German Action who are not parties to this section 1782 application has been redacted.